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DRAFT
August, 1999

SYNERGY ICONS, INC.

\$1,125,000
750,000 SHARES OF COMMON STOCK

PRICE: \$1.50 PER SHARE
MINIMUM PURCHASE - 30,000 SHARES

PRIVATE OFFERING MEMORANDUM
AUGUST, 1999

MEMORANDUM NUMBER DRAFT

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Synergy Icons, Inc. ("Synergy" or the "Company") designs and markets photo-realistic, 3D models for use in marketing and education that is published in hard copy kit form, books, and CD's and distributed through conventional methods and virtually via the internet. These model range from famous historic landmarks to corporate products and services. Examples include; San Diego Mission, The Museum of Man, United Airlines 737 and Old Town Trolley. These models whether shipped direct, purchased from gift shops or downloaded from the internet and printed from an individuals printer are assembled into a three dimensional models in 30 to 90 minutes with only scissors and glue.

The Company's products were developed and tested over the past year. The Company has had their approval for their the Patent Pending. The company's Business Case and Revenue Source Document are available upon request. The Company is currently finalizing its marketing plan. See "The Company" and "Business."

The Company maintains its principal place of business at 2044 Ridgeline Avenue, Suite 'A', Vista, CA 92083, telephone number 760.295.4040, fax number 561.828.5942, with it's Post Office Box at P.O. Box 83702, San Diego, CA 92138-4040.

The Product

The Synergy Icons process and products starts with the process developed by Lon S. Safko, President whereby digital photographs of an object such as a historic landmark or building. Through this process, the photographs are transformed into flat two dimensional geometric shapes contained in one of many computer file formats, that are distributed either through conventional methods of printing and assembling in kits, books, and CD's for sale through craft stores, gift shops, book stores, and sold virtually through the internet via e-commerce sales. All of the Synergy products are platform, operating system, and browser independent.

Market and Marketing

Currently, the world wide web consists of 60 million households with access, nearly every business world wide on-line and 9.5 million web sites. By the year 2003, it is estimated that on-line advertising will exceed \$24 billion and e-commerce will be in excess of \$1,400 billion annually. The financial opportunity for those who can own an innovative segment of this market is staggering.

Synergy Icons are a unique and innovative application of the extraordinary marketing capabilities of the world wide web. Imagine the financial opportunity available to inexpensively create a toy, model,